



December 13, 2019

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Prince Edward Island
Office of the Superintendent of Securities, Newfoundland and Labrador

Dear Sirs/Mesdames:

Re: Northern Dynasty Minerals Ltd.

In connection with the Prospectus Supplement of Northern Dynasty Minerals Ltd. dated December 13, 2019 to its base shelf prospectus dated January 25, 2019, we consent to the reference to our name on pages iii and iv and under the headings “Agent for Service of Process” and “Legal Matters” and consent to the use of our firm’s name and reference to our opinion under the heading “Eligibility for Investment” in the Prospectus Supplement.

We have read the Prospectus Supplement and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from our opinion referred to therein or that is within our knowledge as a result of the services that we performed in connection with such opinion.

Yours truly,

“McMillan LLP”